



Notice to IAPMO Members

Proposed Bylaws Amendments April 2021

The Bylaws Committee presents to the IAPMO membership the approval of the following proposed amendments to the Bylaws. These proposed amendments will be considered and voted upon by the IAPMO membership on **Tuesday, May 25, 2021 at 10am (PT)** during a Special Membership Meeting held for this purpose.

Eligible members present on the virtual call will vote on these amendments. Those eligible members must register by close of business on May 18, 2021.

The results of the ballot will be announced by the close of the call and, if passed, the revised Bylaws will be published in *Official* magazine, a copy of which will be distributed to all members of IAPMO and will be made available on IAPMO's website.

3.1 Annual Conference.

A. One (1) meeting, to be known as the Annual Education and Business Conference, shall be held each calendar year. The Board of directors shall select the time and place of the Annual Education and Business Conferences. The Board shall determine that the Annual Education and Business Conference be an in-person, physically attended event unless the Board determines that health and safety concerns for in-person attendees, including but not limited to a *force majeure* event, necessitate that the Annual Education and Business Conference be conducted virtually as an online meeting.

4.2 Election and Term of Office.

A. The President and Vice President of this Association shall be elected by the Voting Members at each Annual Education and Business Conference, but if any such Annual Education and Business Conference is virtual and not held as an in-person, physically attended event, then the President and Vice President, ~~officers~~ shall be elected at upon the earlier of: the subsequent in-person Annual Education and Business Conference or a special meeting of members held for that purpose, in either case to be held as soon as practicable after the existing health and safety concern identified in accordance with Section 3.1(A) has, as determined by the Board of Directors, abated. The offices of Secretary and Treasurer shall be appointed by the newly elected or re-elected President and ratified by the Board of Directors.

C. The terms of office are as follows:

President - one (1) year

Vice President - one (1) year

Secretary - one (1) year by appointment

Treasurer - one (1) year by appointment

Officers shall take office immediately upon installation following election.

For the purposes of this Section “one (1) year”- as applied to the President and Vice-President- is not necessarily 12 consecutive calendar months but is that span of time commencing with the Annual Education and Business Conference at which the President/Vice-President is elected and concluding upon the immediate subsequent in-person Annual Education and Business Conference or special meeting conducted for an election pursuant to Sections 3.2 and 4.2(A), as the case may be.

5.2 Board of Directors Election and Term of Office.

B. All Directors shall hold office for a term of three (3) years or until their respective successors are elected. Excepted from the preceding sentence is the Immediate Past President, whose term shall commence upon the election of his or her successor as President of this Association and shall conclude upon the expiration or conclusion of the term of said successor. For the purposes of this Section 5.2(B) and 5.2(G) a year is not necessarily 12 consecutive calendar months but rather that span of time commencing with the Annual Education and Business Conference at which a Director is elected and concluding upon the immediately subsequent holding of elections whether at an in-person Annual Education and Business Conference, or special meeting conducted for an election pursuant to Sections 3.2 and 4.2(A), as the case may be.

5.4 Board of Directors Meetings. Not less than two (2) meetings of the Board of Directors shall be held each year, one of which shall be held immediately preceding ~~the an in-person~~ Annual Education and Business Conference. Each such meeting shall be called by the Chairman of the Board of Directors.

5.6 Place of Board of Directors Meetings. Meetings of the Board of Directors may be held via teleconference or video conference, or if held in person may be held at any place designated by resolution of the Board. in the absence of such a resolution, meetings of the Board of directors shall be held at the principal office of the association for the transaction of its business.

12.1 Effective Clause. These Bylaws, as amended, upon their adoption by a majority vote of those members entitled to vote, shall become effective immediately after the adoption by the Board of Directors at the Board of Directors meeting held on May 14, 2018.

Members entitled to vote are described below:

IAPMO Bylaws

Section 3.5 Members Entitled to Vote. *The term “member(s) present and entitled to vote” as used in this Article 3 means a person who is and for at least the preceding one hundred eighty (180) days was a member entitled to vote, who is physically present at the Annual Conference or special business meeting at which the vote is taken, and who has paid whatever registration fee has been established by the Board of Directors for attendance at such conference or meeting. The limitations upon, and the procedures governing, a person’s status as a member entitled to vote, are set forth in Section 8.2.*

Section 8.2 Motions, Debate and Member Voting Qualifications.

(B) *Each governmental unit which is a Voting Member is entitled to one (1) vote through its authorized representative. Additionally, each Voting Member who is not a governmental unit shall have one (1) vote. Thus, each governmental unit which is a Voting Member has one (1) vote, and each other Voting Member has one (1) vote (even if that other Voting Member is employed by a governmental entity).*

(C) Each Voting Member who is a governmental unit shall designate, in such manner as the Association's Board of Directors may require, one (1) individual who is to act as its official representative for the purpose of casting its vote. No individual shall be so designated as a governmental unit representative who has not, for the thirty (30) days immediately preceding such designation been a plumbing, mechanical or combination inspector and such designation shall be deemed withdraw, shall lapse immediately, and a new designation shall be required upon any change in such individual's status which results in such individual's failure to continue as a plumbing, mechanical or combination inspector. In the event that one (1) individual is designated as the official representative of more than one (1) governmental unit, such individual shall nevertheless be entitled to cast only one (1) vote.